

Hearing Date: July 10, 2012 at 10:00 a.m. (ET)
Objection Deadline: June 29, 2012 at 4:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Case No. 12-12020 (MG)
)
RESIDENTIAL CAPITAL, LLC, et al.,) Chapter 11
)
Debtors.) Jointly Administered
)

**NOTICE OF HEARING ON THE MAINE ACTION PLAINTIFFS' MOTION FOR
LIMITED RELIEF FROM THE AUTOMATIC STAY TO PERMIT THE
MAINE SUPREME COURT TO ISSUE A DECISION IN THE CASE CURRENTLY
PENDING BETWEEN THE MAINE ACTION PLAINTIFFS AND THE DEBTOR**

PLEASE TAKE NOTICE that, on June 5, 2012, Steven Archibald, Nicolle Bradbury, Thomas True, Shawn Morissette, and Joseph Phillips, on behalf of themselves and others similarly situated, (collectively, the "Maine Action Plaintiffs") moved for entry of an order, under sections 105(a) and 362 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 9013 and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and the Case Management Procedures in this case [Docket No. 141] granting limited relief from the automatic stay to permit the Maine Supreme Court to issue a decision in the case currently pending between the Maine Action Plaintiffs and the Debtor (the "Maine Action").

PLEASE TAKE FURTHER NOTICE that a hearing will be held on the Motion before the Honorable Martin Glenn, United States Bankruptcy Judge, and the United States Bankruptcy Court for the Southern District of New York, Courtroom 501, One Bowling Green, New York, New York 10004 (the “Bankruptcy Court”) on **July 10, 2012 at 10:00 a.m. (prevailing Eastern time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion and the relief requested therein must be filed with the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004 and served upon the parties listed on the Special Service List (annexed hereto as Exhibit A) by both email, where available, and regular U.S. Mail or overnight delivery service in accordance with the order, dated May 23, 2012, implementing certain notice and case management procedures in these cases [Docket No. 141] (the “Case Management Order”) so as to be received by the parties no later than **4:00 p.m. Eastern time on June 29, 2012**.

PLEASE TAKE FURTHER NOTICE that the relief requested in the Motion may be granted without a hearing if no objection is timely filed and served as set forth above and in accordance with the Case Management Order.

Dated: June 15, 2012
New York, New York

STORCH AMINI & MUNVES PC

/s/ Bijan Amini

Bijan Amini

Avery Samet

Thomas M. Monahan

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Attorneys for the Maine Action Plaintiffs

Exhibit A

PARTY DESCRIPTION	ADDRESS	Phone	FAX	EMAIL
Secured lender under the Mortgage Servicing Rights Facility	Citibank NA, Attn Bobbie Theivakumaran, 390 Greenwich St 6th Fl, New York, NY 10013	212-723-6753	646-291-3799	bobbie.theivakumaran@citi.com
Indenture Trustee to Unsecured Notes / Top 50 Creditor	Deutsche Bank Trust Company Americas, c/o Kelvin Vargas, 25 De Forest Ave, Summit, NJ 07901	201-593-2456		kelvin.vargas@db.com
Prepetition Lender - Fannie EAF	Fannie Mae, Attn John S Forlines Vice President, Credit Management, 3900 Wisconsin Ave NW, Mail Stop 8H-504, Washington, DC 20016		202-752-2208	john_s_forlines@fanniemae.com
Internal Revenue Service	Internal Revenue Service, Centralized Insolvency Operation, 2970 Market St, Philadelphia, PA 19104		267-941-1015	
Internal Revenue Service	Internal Revenue Service, Centralized Insolvency Operation, PO Box 7346, Philadelphia, PA 19101-7346	800-973-0424	267-941-1015	
Internal Revenue Service	Internal Revenue Service, Insolvency Section, 31 Hopkins Plz Rm 1150, Baltimore, MD 21201	800-913-9358		susanne.larson@irs.gov
Counsel to US Bank National Association as Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	Kelley Drye & Warren LLP, James S Carr & Eric R Wilson, 101 Park Ave, New York, NY 10178	212-808-7800	212-808-7987	kdwbankruptcy.department@kellevdrive.com
Counsel to the Ally Financial Inc. & Ally Bank	Kirkland & Ellis LLP, Attn Ray C Schrock & Stephen E Hessler, 601 Lexington Ave, New York, NY 10022-4611			ray.schrock@kirkland.com;richard.cieri@kirkland.com;stephen.hessler@kirkland.com;projectdeo@kirkland.com;William.b.Solomon@ally.com;Timothy.Devine@ally.com;john.bellave@ally.com
Counsel to the Equity Security Holders (Ally Financial and Ally Bank)	Kirkland & Ellis LLP, Richard M Cieri, 601 Lexington Ave, New York, NY 10022	212-446-4770	212-446-4900	richard.cieri@kirkland.com
Counsel to the Official Committee of Unsecured Creditors	Kramer Levin Naftalis & Frankel LLP, Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal 117 Avenue of the Americas, New York, NY 10036	212-715-9100	212-715-8000	keckstein@kramleavin.com;tmayer@kramleavin.com;evin.com;dmannal@kramleavin.com
Counsel to the Debtors	Morrison & Foerster LLP, Lauren M Nashefsky, Gary S Lee & Lorenzo Marinuzzi, 1290 Avenue of the Americas, New York, NY 10104	212-468-8000	212-468-7900	lhashelsky@mfo.com;glee@mfo.com;lmari.nuzzi@mfo.com
Stalking Horse Bidder, Nationstar Mortgage	Nationstar Mortgage LLC, Attn: General Counsel, 350 Highland Drive, Lewisville, TX 75067	469-549-2000	972-315-8637	Nancy.Lord@OAG.State.NY.US;Neal.Mann@OAG.State.NY.US
Office of the New York Attorney General	Office of the NY State Attorney General, Nancy Lord & Neal Mann, The Capitol, Albany, NY 12224-0341	518-474-5481	212-637-	
Office of the United States Attorney for the Southern District of New York	Office of the US Attorney for the Southern District of NY, United States Attorney Preet Bharara, One St Andrews Plaza, New York, NY 10007	212-637-2200	2745	2685914-993-1980;212-637-
Residential Capital LLC	Residential Capital LLC, Attn Tammy Hamzehpour, 1177 Avenue of the Americas, New York, NY 10036			Tammy.Hamzehpour@gmacrescap.com
Residential Capital LLC	Residential Capital LLC, Tammy Hamzehpour, 1100 Virginia Dr, Ft Washington, PA 19034			Tammy.Hamzehpour@gmacrescap.com
Securities and Exchange Commission - New York Regional Office	Securities & Exchange Commission NY Regional Office, George S Canellos Regional Director, 3 World Financial Center Ste 400, New York, NY 10281-1022	212-336-1100	212-336-1320	secbankruptcy@sec.gov;newyork@sec.gov

SPECIAL SERVICE LIST

PARTY DESCRIPTION	ADDRESS	Phone	FAX	EMAIL
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission, Secretary of the Treasury, 100 F St NE, Washington, DC 20549	202-942-8088	202-772-9318	secbankruptcy@sec.gov
Counsel to Nationsstar	Sidley Austin LLP, Larry J Nyhan & Jessica CK Boelter, One Dearborn, Chicago, IL 60603	312-853-7710	312-853-7036	lmyhan@sidley.com;jboelter@sidley.com;brnyrick@sidley.com
Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing	Skadden Arps Slate Meagher & Flom LLP, Jonathan H. Hofer, Four Times Square, New York, NY 10036	212-735-3849	917-777-3849	jhofer@skadden.com;nikolay.kodes@skadden.com
Counsel to Barclays Bank PLC	Skadden Arps Slate Meagher & Flom LLP, Ken Ziman, Four Times Square, New York, NY 10036	212-735-3000	917-777-3310	ken.ziman@skadden.com
Counsel to the administrative agent for the Debtors' proposed providers of debtor in possession financing	Skadden Arps Slate Meagher & Flom LLP, Sarah M Ward, Four Times Square, New York, NY 10036	212-735-2126	917-777-2126	sarah.ward@skadden.com
Counsel to Barclays Bank PLC	Skadden Arps Slate Meagher & Flom LLP, Suzanne D Lovett, Four Times Square, New York, NY 10036	212-735-3000	917-777-2689	suzanne.lovett@skadden.com
Indenture Trustee under the Pre-Petition GSA Facility	The Bank of New York Mellon, Asset-Backed Securities Group, 101 Barclay St 4W, New York, NY 10286			
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association, Attn: George Rayzis, 50 South 16 th Street, Suite 2000 , Philadelphia, PA 19102	215-761-9317		george.rayzis@usbank.com
Indenture Trustee to the Debtors' Prepetition Junior Secured Notes	U.S. Bank National Association, Attn: Irina Palchuk, 60 Livingston Avenue , EP-MN-WS1D, St. Paul, MN 55107	651-495-3404	651-495-8100	irina.palchuk@usbank.com
Office of the United States Attorney General	U.S. Department of Justice, US Attorney General, Eric H. Holder, Jr., 950 Pennsylvania Ave NW, Washington, DC 20530-0001	202-514-2063	202-307-6777	AskDOJ@usdoj.gov
Counsel to the United States of America	United States Attorney's Office for the Southern District of New York civil Division, Attn Joseph Cordaro, 86 Chambers St 3rd Fl, New York, NY 10007			joseph.cordaro@usdoj.com
Office of the United States Trustee for the Southern District of New York	US Trustee for the Southern District of NY, Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto, 33 Whitehall St 21st Fl, Region 2, New York, NY 10004	212-510-0500	212-668-2255	Tracy.Davis2@usdoj.gov; Linda.Riffkin@usdoj.gov; Brian.Masumoto@usdoj.gov
GMEC Indenture Trustee at Corporate Trust Office	'Wells Fargo Bank NA, Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust, PO Box 98, Columbia, MD 21046			